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弘達金融控股有限公司

HongDa Financial Holding Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1822)

**POLL RESULTS OF ANNUAL GENERAL MEETING
AND RETIREMENT OF DIRECTOR**

The Board announces that all the resolutions (except Resolution No. 2(d)) as set out in the Notice were duly passed by the Shareholders by way of poll at the Annual General Meeting.

Mr. Fang retired according to article 84(1) of the Articles of Association and did not opt for re-election. Resolution No. 2(d) was therefore withdrawn and not voted upon. Mr. Fang retired at the conclusion of the Annual General Meeting.

Reference is made to the circular (the “**Circular**”) and notice of the Annual General Meeting (the “**Notice**”) of HongDa Financial Holding Limited (the “**Company**”) both dated 26 April 2018. Capitalised terms used herein have the same meanings as those defined in the Circular and the Notice unless otherwise stated.

The Board announces that as at the date of AGM, the total number of issued shares in the Company was 6,810,750,454 shares, which was the total number of shares in the Company entitling the holders to attend and vote for or against the resolutions at the Annual General Meeting. There was no restriction on any shareholders casting votes on any of the resolutions at the Annual General Meeting. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the Annual General Meeting.

VOTING RESULTS

The voting results in respect of the respective resolutions were as follows:

ORDINARY RESOLUTIONS (Note 1)		No. of Votes (Note 2)	
		For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the auditors of the Company for the year ended 31 December 2017.	185,202,761 (100.00%)	0 (0.00%)
2.	(a) To re-elect Ms. Tung Shun as an executive Director.	185,202,761 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Li Xiaolu as a non-executive Director.	185,202,761 (100.00%)	0 (0.00%)
	(c) To re-elect Ms. Wang Li as a non-executive Director.	185,202,761 (100.00%)	0 (0.00%)
	(d) To re-elect Mr. Fang Jun as an independent non-executive Director. (NOT VOTED UPON)	N/A	N/A
	(e) To re-elect Ms. Chen Xiaohang as an executive Director.	185,202,761 (100.00%)	0 (0.00%)
	(f) To authorise the board of Directors to fix the remuneration of the Directors.	185,202,761 (100.00%)	0 (0.00%)
3.	To re-appoint Ernst & Young as the auditors of the Company for the year ending 31 December 2018 and authorise the Board to fix their remuneration.	185,202,761 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the Directors to allot, issue and deal with unissued Shares, the aggregate number of which shall not exceed 20% of the aggregate number of Shares in issue as at the date of passing of this resolution.	185,202,761 (100.00%)	0 (0.00%)
5.	To grant a general mandate to the Directors to buy back Shares up to 10% of the aggregate number of Shares in issue as at the date of passing of this resolution.	185,202,761 (100.00%)	0 (0.00%)
6.	To add the number of Shares bought back by the Company to the general mandate granted to the Directors under resolution no. 4 above.	185,202,761 (100.00%)	0 (0.00%)

Notes:

- The full text of each of the Resolutions is set out in the Circular.
- The number of votes and percentage of voting Shares are based on the total number of Shares held by the Shareholders who voted at the Annual General Meeting in person or by proxy.

On the basis of the votes set out above, all resolutions (except Resolution No. 2(d)) were duly passed as ordinary resolutions by way of poll as more than 50% of the votes were cast in favour of each of the resolutions (except Resolutions No. 2(d)). Resolution No. 2(d) was withdrawn and not voted upon for the reason further elaborated below.

RETIREMENT OF DIRECTOR

The Board also announces that Mr. Fang Jun (“**Mr. Fang**”), an independent non-executive Director who retired at the Annual General Meeting according to article 84(1) of the Articles of Association, did not opt for re-election due to his other business engagements which require more of his dedication. Resolution No. 2(d) was therefore withdrawn and not voted upon. Mr. Fang retired at the conclusion of the Annual General Meeting. He has confirmed that he has no disagreement with the Board and there is no matter which needs to be brought to the attention of Shareholders in respect of his retirement. The Board would like to express its gratitude to Mr. Fang for his contribution to the Company during his tenure of office.

NON-COMPLIANCE WITH RULES 3.10(1) & 3.21 OF THE LISTING RULES

The Board noted that following retirement of Mr. Fang, the number of independent non-executive Directors falls below the requirement of Rule 3.10(1) of the Listing Rules, and the number of member of Audit Committee has fallen below the requirement of Rule 3.21 of the Listing Rules. The Company will find a suitable candidate for appointment and expects to meet the said requirements within 3 months.

By order of the Board
HongDa Financial Holding Limited
Chen Xiaohang
Executive Director & CEO

Hong Kong, 30 May 2018

As at the date of this announcement, the Board comprises Ms. Tung Shun (Chairman) and Ms. Chen Xiaohang (CEO) as executive directors; Mr. Li Xiaolu (Vice-Chairman) and Ms. Wang Li as non-executive directors; and Mr. Wong Yiu Kit, Ernest and Mr. Zhao Xianming as independent non-executive directors.